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10 UNITED STATES DISTRICT COURT

11 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

12 WAYMO LLC,

13 Plaintiff,

14 vs.

15 UBER TECHNOLOGIES, INC.;
16 OTTOMOTTO LLC; OTTO TRUCKING
LLC,

17 Defendants.

CASE NO. 3:17-cv-00939-WHA

**DECLARATION OF LINDSAY COOPER
IN SUPPORT OF PLAINTIFF WAYMO
LLC'S ADMINISTRATIVE MOTION TO
FILE UNDER SEAL PORTIONS OF ITS
OPPOSITION TO OTTO TRUCKING'S
MOTION TO COMPEL A SECOND
DEPOSITION OF LARRY PAGE**

1 I, Lindsay Cooper, declare as follows:

2 1. I am an attorney licensed to practice in the State of California and am admitted to
3 practice before this Court. I am an associate at the law firm Quinn Emanuel Urquhart & Sullivan,
4 LLP, counsel for the Plaintiff Waymo LLC (“Waymo”). I have personal knowledge of the matters set
5 forth in this Declaration, and if called as a witness I would testify competently to those matters.

6 2. I make this declaration in support of Waymo’s Administrative Motion to File Under
7 Seal Portions of the Exhibits in support of its Opposition to Otto Trucking’s Motion to Compel a
8 Second Deposition of Larry Page (“Waymo’s Opposition Exhibits”), filed concurrently herewith (the
9 “Administrative Motion”). The Administrative Motion seeks an order sealing the following materials
10 filed concurrently herewith:

| Document | Portions to Be Filed Under Seal | Designating Party |
|--------------|---------------------------------|--|
| Exhibits 1-7 | Entire documents | Waymo |
| Exhibits 8-9 | Highlighted portions | Defendants (portions highlighted in blue) |
| Exhibit 11 | Entire document | Waymo (portions highlighted in green); Defendants |

16 3. Specifically, Waymo’s Opposition Exhibits 1-7 and 11 (portions highlighted in green)
17 contains or refers to confidential business information, which Waymo seeks to seal.

18 4. Portions of Waymo’s Opposition Exhibits 1-7 and 11 (portions highlighted in green)
19 contain, reference, and/or describe Waymo’s highly confidential and sensitive business information.
20 The information Waymo seeks to seal regards Waymo’s confidential future business plans,
21 confidential information regarding compensation and bonuses for Waymo employees, confidential
22 information regarding Waymo’s internal procedures for approving employee work on external
23 projects, confidential details regarding former Waymo employees’ ongoing work on external projects,
24 Waymo’s ongoing work and development on autonomous vehicles, and confidential details regarding
25 Waymo’s ongoing work and development on its trade secrets and LiDAR technology for autonomous
26 vehicles. I understand that this confidential business information is maintained by Waymo as secret.
27 The public disclosure of this information would give Waymo’s competitors access to sensitive
28

1 information that could be used to Waymo's disadvantage. If such information were made public, I
2 understand that Waymo's competitive standing would be significantly harmed.

3 5. Waymo's request to seal is narrowly tailored to those portions of Waymo's Opposition
4 Exhibits 1-7 and 11 (portions highlighted in green) that merit sealing.

5 6. Waymo seeks to seal the portions of Waymo's Opposition Exhibits 8-9 (portions
6 highlighted in blue) only because Defendants have designated the information confidential. Waymo
7 additionally files Exhibit 11 provisionally under seal because Defendants' deadline to designate
8 material as confidential has not passed with respect to this deposition transcript. Waymo takes no
9 position on the merits of Defendants' sealing requests, and expects Defendants to file one or more
10 declarations to support such sealing in accordance with the Local Rules.

11
12 I declare under penalty of perjury under the laws of the State of California and the United
13 States of America that the foregoing is true and correct, and that this declaration was executed in San
14 Francisco, California, on August 7, 2017.

15 By /s/ Lindsay Cooper
16 Lindsay Cooper
17 Attorneys for WAYMO LLC
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19

20 **SIGNATURE ATTESTATION**

21 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the
22 filing of this document has been obtained from Lindsay Cooper.

23 /s/ Charles K. Verhoeven
24 Charles K. Verhoeven
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